

020535

BK1005PG0024

MEMORANDUM OF AGREEMENT

This Memorandum of Agreement is executed as of the 20th day of February, 1990, by Delaware Solid Waste Authority, an instrumentality of the State of Delaware, (DSWA) and Delmarva Power & Light Company, a Delaware and Virginia corporation, (DP&L) to evidence by subsequent recording of this Memorandum of Agreement their Ash Utilization and Disposal Agreement, dated August 9, 1989 (Agreement).

The Agreement, to which further reference is directed, provides generally for disposal by DSWA of fly ash and bottom ash produced at coal fired generating facilities operated by DP&L in the State of Delaware. The Agreement involves lands described in Exhibit A annexed hereto and conveyed by DP&L to DSWA by deed, dated March 12, 1990. The Agreement generally obligates DSWA, in the event of the occurrence of certain future events, to make future payments to DP&L with respect to the fair market value of the subject lands, all as defined more particularly in the Agreement. The Agreement requires DSWA to dispose of up to 1,440,000 wet tons of bottom and fly ash, which at expected disposal rates gives the Agreement an expected term of twenty years, subject to certain conditions which could extend the term to 30 years.

In the event of a conflict between this Memorandum of Agreement and the Agreement, the Agreement shall control.

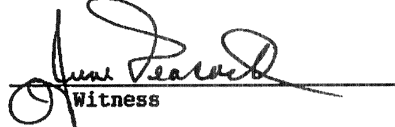
This Memorandum of Agreement is executed and recorded in accordance with Section 9.1 of the Agreement.

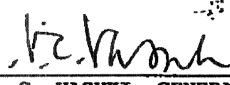
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IN WITNESS WHEREOF, Delaware Solid Waste Authority, an instrumentality of the State of Delaware, and Delmarva Power & Light Company, a corporation of the State of Delaware and the Commonwealth of Virginia, have executed this Memorandum of Agreement by duly authorized officers.

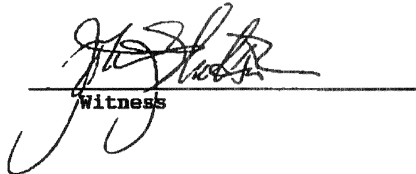
SEALED AND DELIVERED IN
THE PRESENCE OF

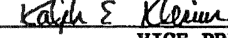
DELAWARE SOLID WASTE AUTHORITY

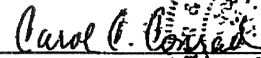

Witness

BY: 
N. C. VASUKI, GENERAL MANAGER

DELMARVA POWER & LIGHT COMPANY


Witness

BY: 
VICE PRESIDENT

ATTEST: 
Assistant Secretary

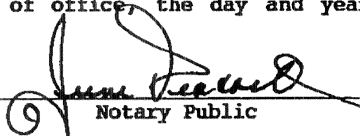
BK1005PG0026

STATE OF DELAWARE)
) SS.:
COUNTY OF KENT)

BE IT REMEMBERED, That on this 16th day of February, 1990, personally came before me, the subscriber, a Notary Public for the State and County aforesaid, N. C. Vasuki, General Manager of the Delaware Solid Waste Authority, an instrumentality of the State of Delaware, party to this Memorandum of Agreement, known to me personally to be such, and acknowledged this Memorandum of Agreement to be his act and deed and the act and deed of the said Delaware Solid Waste Authority, that the signature of said General Manager thereto is in his own proper handwriting and the seal affixed is the seal of said Delaware Solid Waste Authority and that his act of sealing, executing, acknowledging and delivering said Memorandum of Agreement was duly authorized by resolution of the Directors of the Delaware Solid Waste Authority.

Given under my hand and seal of office, the day and year aforesaid:




Notary Public

BK1005PG0027

STATE OF DELAWARE)
) SS.:
COUNTY OF NEW CASTLE)

BE IT REMEMBERED, That on this 12TH day of March, 1990, personally came before me, the subscriber, a Notary Public for the State and County aforesaid, RALPH E. KLESIVS, Vice President of Delmarva Power & Light Company, a corporation existing under the laws of the State of Delaware and the Commonwealth of Virginia, party to this Memorandum of Agreement, known to me personally to be such and acknowledged this Memorandum of Agreement to be his act and deed and the act and deed of said corporation, that the signature of said Vice President thereto is in his own proper handwriting and the seal affixed is the common and corporate seal of said corporation and that his act of sealing, executing, acknowledging and delivering said Memorandum of Agreement was duly authorized by resolution of the Board of Directors of said corporation.

Given under my hand and seal of office the day and year aforesaid.


Notary Public



BK1005PG0028

& LYNCH, INC.

ENGINEERS • PLANNERS • SURVEYORS

4308 MILLER RD./PO BOX 2047
WILMINGTON, DE 19899(302) 764-7835

Project No. 16304

File No. 22988-M
Plan Revision 9

December 22, 1988

Revised January 26, 1989

Description of lands of Delmarva Power & Light Company, Delaware Solid Waste Authority and a portion of the bed of Fourth Street Extended, easterly of Interstate 495, City of Wilmington, New Castle County, Delaware.

ALL THAT CERTAIN tract, piece or parcel of land situate on Fourth Street Extended easterly of Interstate 495, City of Wilmington, New Castle County Delaware and shown on a plan prepared by VanDemark & Lynch, Inc., Engineers, Planners and Surveyors, Wilmington, Delaware, dated September 18, 1984 and revised through December 1, 1988, Drawing No. 22988-M, Revision 9 and described to wit:

BEGINNING for the same, at a point on the northeasterly side of Fourth Street Extended, said point being South 62°-03'-30" East, 126.22 feet from the intersection of the said northeasterly side of Fourth Street Extended with the southeasterly right of way line for Interstate 495;

THENCE from said point of Beginning and leaving said Fourth Street Extended and along lines now or formerly of Delmarva Power & Light Company, North 53°-09'-55 East, 428.22 feet to a point, a corner for lands to be conveyed to Delaware Solid Waste Authority;

THENCE along the southwesterly line of said lands to be conveyed to Delaware Solid Waste Authority, South 59°-07'-13" East, 1,160.90 feet to a point in the old centerline of Hay or Marsh Road (at 30 feet wide);

THENCE along the said old centerline of Hay or Marsh Road, South 42°-26'-30" West, 40.48 feet to a point;

THENCE leaving the said old centerline of Hay or Marsh Road and continuing along said lines of lands to be conveyed to Delaware Solid Waste Authority, South 48°-27'-30" East, 384.50 feet to a point;

THENCE, South 40°-10'-39" West, crossing said Fourth Street Extended, 782.86 feet to a point on the line of lands now or formerly of United States of America;

THENCE Partially along the northeasterly line of said lands now or formerly of the United States of America and the northeasterly line of lands now or formerly of the Mayor and Council of Wilmington, North 66°-29'-39" West, 1,809.61 feet to a point on the said southeasterly right of way line for Interstate 495;

EXHIBIT "A"

BK1005PG0029

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THENCE along the said southeasterly right of way line for Interstate 495, North 45°-00'-00" East, 634.68 feet to a point on the southwesterly side of said Fourth Street Extended;

THENCE along the said southwesterly side of Fourth Street Extended, South 62°-03'-30" East, 31.38 feet to a point;

THENCE crossing said Fourth Street Extended, North 53°-09'-55" East, 110.53 feet to a point on the aforementioned northeasterly side of Fourth Street Extended, and being the point and place of Beginning;

CONTAINING within said metes and bounds, 37.573 acres of land being the same, more or less...

SUBJECT TO a 30 foot wide right of way for a sanitary sewer and the Getty Pipeline running through the above described parcel adjacent to the said southeasterly right of way line for Interstate 495.

WWD/MLR/jbk
Checked By MLR

TOGETHER WITH ALL EASEMENTS AND RIGHTS OF WAY RELATING TO SUCH TRACT.

REC'D FOR RECORD MAR 14 1990 4:12
EVELYN T. ALEMAR, Recorder